

Erika K. Powers
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US EPA RECORDS CENTER REGION 5



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April 16, 2001

APR 17 2001

VIA HAND DELIVERY

Mr. Thomas Nash, C-14J
Assistant Regional Counsel
U.S. Environmental Protection Agency
Office of Regional Counsel
77 West Jackson Boulevard
Chicago, IL 60604

Ms. Deena Sheppard-Johnson, SR-6J
Enforcement Specialist
U.S. Environmental Protection Agency
Remedial Enforcement Support Section
77 West Jackson Boulevard
Chicago, IL 60604

Re: Allegheny Chemical Corporation
General Notice of Potential Liability and Request for Information
The Chemical Recovery Systems Site, Elyria, Ohio

Dear Mr. Nash and Ms. Sheppard-Johnson:

Pursuant to my telephone conversation of April 11, 2001 with Mr. Nash, this supplements correspondence submitted March 19, 2001 concerning the above-referenced request. Allegheny Chemical Corporation (Allegheny Chemical) believes that it has been misidentified in connection with the Chemical Recovery Systems Site (Site). A review of the company files revealed no evidence that Allegheny Chemical sent material for disposal or was otherwise involved at the Site.

In addition, documentation received from your office indicates that another entity with a similar name may be liable as a responsible party at the Site. The inventory data provided by Mr. Nash refers to shipments by an entity called "Allegheny Solvents" or "Allegheny Solvents & Chemicals." I understand from Mr. Nash that accounts receivable information in your possession may verify this information. I am enclosing a number of corporate documents, which indicate that Allegheny Solvents & Chemicals Company was a subsidiary of Chemcentral Corporation, with operations in Pennsylvania beginning the 1960s. Neither Allegheny Solvents & Chemicals Company nor Chemcentral Corporation has any relationship to Allegheny Chemical. Therefore, any shipments from those entities to the Site should not be attributed to Allegheny Chemical.

In light of this additional information, we request that Allegheny Chemical be removed from the list of potentially responsible parties at this Site and relieved of the obligation to respond to the Request for Information. If we receive information indicating that Allegheny Chemical has potential liability at the Site, we will withdraw this request and cooperate with USEPA in participating with other liable parties to finance or perform its fair share of any

Mr. Thomas Nash
Ms. Deena Sheppard-Johnson
April 16, 2001
Page 2

necessary response activities. In the meantime, however, we request an extension to respond to the Request for Information until such time as the entity identification issue is resolved.

Please contact me at the above number if you have any questions.

Very truly yours,

SONNENSCHN NATH & ROSENTHAL

By:



Erika K. Powers

Enclosures

7TH DOCUMENT of Level 1 printed in FULL format.

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PENNSYLVANIA DEPARTMENT OF STATE, CORPORATE/LTD PARTNERSHIP RECORD

NAME: CHEMCENTRAL CORPORATION

PRIOR-NAME: ALLEGHENY SOLVENTS & CHEMICALS COMPANY

TYPE: INCORPORATED BUSINESS

STATUS: NOT IN GOOD STANDING (WITHDRAWN)

DURATION: PERPETUA

DATE OF INCORPORATION/QUALIFICATION: 10/13/1960

MAILING ADDRESS: PO BOX 15597
 MONTOUR BRANCH
 PITTSBURGH, PA 15244-0000

REGISTERED OFFICE: C/O US CORP CO 225 S 15TH ST
 PHILADELPHIA, PA 19102-0000
 ALLEGHENY COUNTY

PURPOSE: DEAL IN NAPHTHAS SOLVENTS ETC

OFFICERS:

Name	Title
DANIEL J BRADLEY	CEO
WAYNE L REAGLE	SECRETARY
WAYNE L REAGLE	TREASURER
Effective 12/31/1989	

NUMBER: 0007806

HISTORY:

DATE	TRANSACTION	MICROFILM ROLL START/END
12/27/1991	ARTICLES MERGER/CONSOLIDATION	09201 0258/0264
COMMENTS: 2069962 CHEMCENTRAL CORPORATION		
01/02/1980	CHANGE OF REGISTERED OFFICE	08002 0954/0000
01/02/1980	AMENDMENT - BUSINESS	08003 1737/1739
COMMENTS: NCFR: <u>ALLEGHENY SOLVENT & CHEMICAL</u> COMPA		
10/13/1960	ARTICLES OF INCORPORATION - BUSINESS	06029 0282/0000

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U.S. Public Records

Public Records Business Name Report: alleghany solvent

Reference Number:

The following is the report you requested. This report will remain on file for 5 days.

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D&B PUBLIC RECORD SEARCH

ATTENTION: Nancy Henry for EKP DATE PRINTED: MAR 15, 2001
NAME ON FILING: ALLEGHENY SOLVENTS CHEMICALS COMPAN STATE: PENNSYLVANIA

SEARCH CRITERIA SUMMARY

NAME: ALLEGHANY SOLVENT STATE(S): PA FILING TYPES: ALL REFINED SEARCH: NO

CORPORATE AND BUSINESS REGISTRATIONS REPORTED BY THE SECRETARY OF STATE OR OTHER OFFICIAL SOURCE AS OF 03/09/2001

The following data is for informational purposes only and is not an official record. Certified copies may be obtained from the Pennsylvania Department of State.

NAME: ALLEGHENY SOLVENTS & CHEMICALS COMPANY ADDRESS: C/O US CORP CO 225 S 15TH ST, PHILADELPHIA, PA 19102
FILING DATE: 07/16/1979 CORPORATION TYPE: PROFIT
DATE INCORPORATED: 07/16/1979 BUSINESS TYPE: CORPORATION
STATE OF INCORP: PENNSYLVANIA REGISTRATION ID #: 0700179
STATUS: INACTIVE ADDRESS TYPE: MAILING

WHERE FILED: SECRETARY OF STATE/CORPORATIONS DIVISION, HARRISBURG, PA

PRINCIPALS: DENNIS E HOWARTH, CHIEF EXECUTIVE OFFICER
LEIF A TONNESSEN, SECRETARY
PAUL S ALLERSMEYER, TREASURER
ANN PATALANO, VICE PRESIDENT

AMENDMENTS: 12/27/1991 CORPORATION INVOLVED IN A MERGER
01/02/1980 AMENDMENT TO ARTICLES OF INCORPORATION (CONT'D)
07/16/1979 ARTICLES OF INCORPORATION-BUSINESS

FORMER NAME(S): CHEMCENTRAL CORP.

ADDITIONAL DETAILS: BUSINESS PURPOSE: DEAL IN SOLVENTS

D&B FILING REFERENCE NO: 43383886252

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January 6, 2001 - GTO

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Leaders in the international distribution of quality chemicals

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About Us

CHEMCENTRAL is the world's largest privately held distributor of industrial chemicals with annual sales of more than \$880 million. CHEMCENTRAL distributes a wide variety of chemicals to manufacturers across the United States, Canada and Mexico who produce products such as paint coatings and inks, adhesives, caulks and sealants, rubber and plastic compounds and HI & I cleaning formulators.

Environment,
Health & Safety

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safe handling of
chemicals.

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Commitment

CHEMCENTRAL
ensures quality
products.

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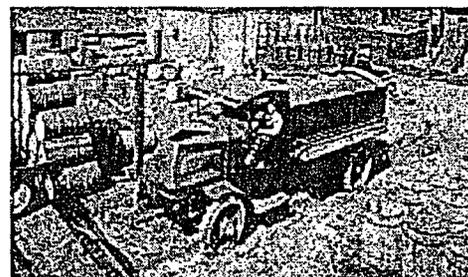
Get clear concise advice from the industry's top experts. Ask application-specific questions or discuss industry issues such as current trends, the future of the industry, training and employment. more

At CHEMCENTRAL, all of our employees throughout our thirty-two distribution plants, one pigment/dye facility and twenty-eight sales and warehouse locations are continually dedicated to providing our customers with the highest level of quality and customer satisfaction.

Company History: 30-40s | 50-60s | 70-80s

Our company history begins back in 1926 when our founders William Hough and Halbert Sampson, two industrial entrepreneurs with a vision and the desire to build an ethical professional company, formed the William J. Hough Company of Chicago. Hough and Sampson pooled their own personal investments and sold shares of preferred stock to purchase the assets of the Chicago branch of the Columbia Naval Stores. The new company acquired the warehouses and trucks in Chicago for the distribution of rosin and turpentine.

The Hough Company, led by William J. Hough with his many years of experience as manager of the Western branch of Columbia Naval Stores, was profitable right from the beginning. Within just three years of formation, in 1929, the new company was able to look for expansion opportunities. That opportunity came when several of the Hough stockholders and C.W. Dill, Vice President of Columbia, acquired the assets of the Thoerner Manufacturing Company in St. Louis. The acquired company was a similar business and a good candidate for expansion. This new company became the Dill-Hough Company, establishing a St. Louis presence for The Hough Company.



Today, CHEMCENTRAL remains true to the vision that its founders had over 70 years ago, committed to providing quality service and reliable products. There have been countless numbers of employees, throughout our years in business that have contributed to our success. As we face the next millennium, our employees continuing commitment in providing quality products and service to our customers, is the same key to success as we had back in 1926 when we started.

Company History: 1930s-1940s

The depression years set in and made the often difficult process of acquisition even more

The depression years set in and made the often difficult process of acquisition even more difficult, but the Hough Company was able to overcome this adversity as they were able to successfully make business investments in eight other companies throughout the rest of the 1930s and 1940s.

- 1931 Another opportunity for expansion came when the President of Western Rosin Company in Detroit approached Hough and Sampson about investing with him in a distributorship that Sinclair Oil Company was selling in Grand Rapids, MI. The location was purchased and renamed to Western Oil & Turpentine Co.
- 1931-1935 The American Mineral Spirits Company had distributors in Milwaukee, Cleveland and Detroit. All three of these locations became insolvent during the depression. American took control of these companies during this time period and recruited Hough and Sampson to make investments in order to gain their experience in managing distribution companies.
- 1939 Investors in the Hough Company together with American Mineral pooled their investments to form the Amsco Products Company in Cincinnati.

1946 The Hough Company and American Mineral continued with their expansion and opened companies in Buffalo, Indianapolis and Houston. This same year, Texas Solvents & Chemicals Companies was formed in Houston. The principals were a joint venture between The Hough Company and American Mineral, among others. By the year 1946, the William J. Hough Company, which began as a one-branch company in 1926, had within twenty years made investments in ten separate and distinct companies. This means the Hough Company had formed a new company every other year during this time period, including through the depression. Many of the products, customers and suppliers were a common denominator across these distinct companies, who often would find that they were competing against each other. It was quickly determined that the consolidation of these companies for centralized management and the coordination of policies and objectives would be the best business decision to maximize company profits. On June 1, 1948 the William J. Hough Company became Central Solvents & Chemical Company. Central acquired all the outstanding shares of Hough and the other nine companies in exchange for shares of newly created company stock. All of the companies changed their corporate name to append the name, Solvents & Chemical Company, on the end of their existing name.

Company History: 1950s-1960s

As the 1950s began, the company switched from expansion to one concentrating on making one unified company with common management and marketing policies. At the time of this consolidation, the Chicago Company was not only a local operation, but also served as the home office for the other subsidiaries. Below are key dates in CHEMCENTRAL's history since 1950:

- 1953 Amsco Solvents (now CHEMCENTRAL Cincinnati) spun off its Louisville territory to form Dixie Solvents (now CHEMCENTRAL/Louisville). This same year, the company expanded into Canada when a plant was built in Windsor, Ontario, which is across the river from Detroit. Western Solvents & Chemicals Company Ltd. Canada was originally formed in 1948 in compliance with Canadian regulations. New regulations, however, prohibited moving chemicals between the two cities using the Detroit River tunnel, so a plant was built in Windsor.
- 1955 The Houston Company opened a plant in Dallas and was immediately successful, during this same year a second plant opened in Kansas City.
- 1956 Toledo branch opens office location.
- 1960 Los Angeles area plant opens giving us the first West Coast location.
- 1961 Pittsburgh branch, Allegheny Solvents and Chemical Company, opens.
- 1962 Investment in a Mexico distribution company, Provedores Quimicos Generales, with Central Solvents acquiring the majority interest.
- 1964 Assets of the L.H. Butcher company are acquired enabling the company to expand along the West coast with branches in Los Angeles, San Francisco, Salt Lake City, Portland, Seattle and Spokane.
- 1965 Eaton Chemical Co. was acquired which brought an expansion into many additional product lines. In 1966 Toronto plant opens.

*No reference to
Selling the
branch*

Company History: 1970s-1980s

The 1970s and 1980s brought additional expansion into new markets along with significant company growth.

- 1971 Chicago plant moves from its original location on the west side to Bedford Park, IL.
- 1973 Atlanta Solvents & Chemical Company and its branch, Southland Solvents & Chemical Company, Jamestown N.C. near Greensboro was purchased from Drake Petroleum.
- 1974 San Antonio plant was acquired from Apco Oil Company.
- 1980 Parent company, Central Solvents and Chemicals Company, changed their name to CHEMCENTRAL giving all locations a single company name.
- 1985 Twin Cities plant becomes operational.

Choose A Product Line

Find a Location

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CHEMCENTRAL



Dun & Bradstreet

Company Reports

Business Information Report: Chemcentral Corporation

The following is the report you requested. This report will remain on file for 5 days.

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.



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ATTN: Nancy Henry

IN DATE

Statement Date: DEC 31 1999

RATING CHANGE

DUNS: 00-692-9095
CHEMCENTRAL CORPORATION

DATE PRINTED
MAR 20 2001

SUMMARY
RATING 5A2
FORMERLY 5A1
STARTED 1947
WORTH \$173,520,000
EMPLOYS 1,030(100 HERE)
HISTORY CLEAR
FINANCIAL
CONDITION STRONG

PO BOX 730
BEDFORD PARK IL 60499
7050 W. 71ST ST
AND BRANCH(ES) OR DIVISION(S)
BEDFORD PARK IL 60638
TEL: 708 594-7000

WHOL INDUSTRIAL
CHEMICALS
SIC NO.
51 69

CHIEF EXECUTIVE: D W COURTNEY, PRES

SPECIAL EVENTS

- 08/03/00 FIRE or OTHER DISASTER: According to published reports, a branch facility of Chemcentral Corporation, located at 7601 S 190th St, Kent, WA, experienced a fire on September 13, 1999. The dollar damage amount is undetermined.
05/18/00 FIRE or OTHER DISASTER: According to published reports, a branch facility of Chemcentral Corporation, located at 7601 S 190th St, Kent, WA, experienced a fire on September 13, 1999. The dollar damage amount is undetermined.

* * * CUSTOMER SERVICE * * *

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* * * SUMMARY ANALYSIS * * *

=====
 The Summary Analysis section reflects information in D&B's file as of
 March 19, 2001.

RATING SUMMARY

The Rating was changed on August 3, 2000 because D&B's file shows increased slowness in the company's payment record. The "5A" portion of the Rating (the Rating Classification) indicates that the company has a worth in excess of \$50 million. The "2" on the right (Composite Credit Appraisal) indicates an overall "good" credit appraisal. This credit appraisal was assigned because the payment information in D&B's file indicates that the majority of this company's obligations are retired satisfactorily and because of D&B's "strong" assessment of the company's December 31, 1999, fiscal financial statement.

Below is an overview of the company's D&B Rating(s) since 01/01/91:

RATING	DATE APPLIED
5A2	08/03/00
5A1	01/01/91

=====
 * * * PAYMENT SUMMARY * * *
 =====

The Payment Summary section reflects payment information in D&B's file as of the date of this report.

The PAYDEX for this company is 72.

This PAYDEX score indicates that payments to suppliers average 12 days beyond terms, weighted by dollar amounts. When dollar amounts are not considered, approximately 78% of the company's payments are within terms.

Below is an overview of the company's dollar-weighted payments, segmented by its suppliers' primary industries:

	TOTAL RCV'D	TOTAL DOLLAR AMOUNTS	LARGEST HIGH CREDIT	% W/IN TERMS	DAYS SLOW				
					<31	31-60	61-90	91+	
	#	\$	\$	%	%	%	%	%	
Total in D&B's file	504	25,153,700	9,000,000						
Top 10 Industries:									
1 Trucking non-local	73	227,650	35,000	45	21	2	5	27	
2 Mfg plastics/resins	16	7,790,000	7,000,000	48	52	-	-	-	
3 Mfg inorganic chemcls	10	776,000	300,000	54	45	1	-	-	
4 Petroleum refining	9	9,931,250	9,000,000	94	3	3	-	-	
5 Whol chemicals	7	280,250	200,000	2	98	-	-	-	
6 Oil/gas production	6	2,000,100	600,000	75	10	15	-	-	
7 Mfg millwork	5	270,000	100,000	100	-	-	-	-	
8 Mfg organic chemicals	4	1,421,000	1,000,000	16	70	14	-	-	
9 Paper mill	2	252,500	250,000	100	-	-	-	-	
10 Petroleum terminal	1	500,000	500,000	-	100	-	-	-	
11 OTHER INDUSTRIES	352	1,568,850	100,000	65	23	4	1	7	

Other Payment Categories:

Cash experiences	1	7,500	7,500					
Payment record unknown	18	128,600	100,000					
Unfavorable comments	0	0	0					
Placed for collection								

with D&B 0 0
 other 0 N/A

The highest "Now Owes" on file is \$3,000,000
 The highest "Past Due" on file is \$400,000

Dun & Bradstreet has 504 payment experiences in its file for this company. For your convenience, we have displayed 80 representative experiences in the PAYMENTS section.

=====

PAYMENTS (Amounts may be rounded to nearest figure in prescribed ranges)

Antic - Anticipated (Payments received prior to date of invoice)
 Disc - Discounted (Payments received within trade discount period)
 Ppt - Prompt (Payments received within terms granted)

REPORTED	PAYING RECORD	HIGH CREDIT	NOW OWES	PAST DUE	SELLING TERMS	LAST SALE WITHIN
03/01	Ppt	300000	50000	1000		1 Mo
	Ppt	200000	75000	-0-		1 Mo
	Ppt	30000	-0-	-0-		2-3 Mos
	Ppt	7500	1000	500		1 Mo
	Ppt	1000	-0-	-0-		4-5 Mos
	Ppt	1000	-0-	-0-	N30	1 Mo
	Ppt	750	500	-0-	N30	
	Ppt	500	-0-	-0-		4-5 Mos
	Ppt	500	250	-0-	N30	
	Ppt	500	250	-0-		1 Mo
	Ppt	500	-0-	-0-		4-5 Mos
	Ppt	50	-0-	-0-		4-5 Mos
	Ppt		-0-	-0-	N30	2-3 Mos
	Ppt		-0-	-0-	N30	2-3 Mos
	Ppt-Slow 30	400000	300000	65000		1 Mo
	Ppt-Slow 30	500	500	100		1 Mo
	Ppt-Slow 30	500	250	-0-		1 Mo
	Ppt-Slow 30	100	50	50	N30	1 Mo
	Ppt-Slow 60	7500	2500	-0-		1 Mo
	Slow 5	35000	-0-	-0-		4-5 Mos
	Slow 5	15000	7500	-0-		1 Mo
	Slow 5	5000	-0-	-0-		2-3 Mos
	Slow 60-90	100	-0-	-0-		6-12 Mos
02/01	Disc	70000	-0-	-0-		4-5 Mos
	Ppt		-0-	-0-		1 Mo
	Ppt		-0-	-0-		1 Mo
	Ppt	30000	-0-	-0-		1 Mo
	Ppt	15000	10000	-0-		
	Ppt	7500	7500	-0-	N30	1 Mo
	Ppt	7500	7500	-0-	N30	1 Mo
	Ppt	2500	-0-	-0-		4-5 Mos
	Ppt	2500	1000	-0-	N15	1 Mo
	Ppt	2500	1000	-0-		1 Mo
	Ppt	2500	1000	-0-	N30	1 Mo
	Ppt	2500	2500	-0-	N10	1 Mo
	Ppt	2500	-0-	-0-		2-3 Mos
	Ppt	1000	-0-	-0-		4-5 Mos
	Ppt	1000	-0-	-0-		4-5 Mos
	Ppt	1000	-0-	-0-		1 Mo
	Ppt	1000	1000	-0-		1 Mo
	Ppt	1000	750	-0-		1 Mo
	Ppt	1000	250	-0-		
	Ppt	1000	-0-	-0-	N30	4-5 Mos
	Ppt	750	-0-	-0-	N30	6-12 Mos
	Ppt	750	-0-	-0-	N30	4-5 Mos
	Ppt	750	-0-	-0-	N30	2-3 Mos
	Ppt	750	50	-0-	N30	1 Mo

Ppt	750	-0-	-0-		1 Mo
Ppt	750	-0-	-0-		6-12 Mos
Ppt	500	500	-0-		1 Mo
Ppt	500	-0-	-0-	N30	2-3 Mos
Ppt	250	-0-	-0-		4-5 Mos
Ppt	250	-0-	-0-		2-3 Mos
Ppt	100	-0-	-0-	N30	2-3 Mos
Ppt	100	100	-0-		1 Mo
Ppt	100	-0-	-0-	N30	6-12 Mos
Ppt	100	100	-0-		1 Mo
Ppt		-0-	-0-		4-5 Mos
Ppt		-0-	-0-		4-5 Mos
Ppt-Slow 15	35000	35000	-0-		1 Mo
Ppt-Slow 30	15000	15000	10000	N30	1 Mo
Ppt-Slow 30	2500	250	-0-		1 Mo
Ppt-Slow 30	2500	-0-	-0-		6-12 Mos
Ppt-Slow 30	500	-0-	-0-		1 Mo
Ppt-Slow 60	7500	2500	-0-	N30	1 Mo
Ppt-Slow 60	1000	250	-0-		1 Mo
Ppt-Slow 60	1000	750	-0-	N30	1 Mo
Ppt-Slow 90	250	-0-	-0-	N30	6-12 Mos
Ppt-Slow 240	2500	2500	1000		1 Mo
Slow 10	300000	200000	-0-		1 Mo
Slow 10		-0-	-0-		2-3 Mos
Slow 15	100	100	100		
Slow 30		-0-	-0-		1 Mo
Slow 5-30	2500	-0-	-0-	N15	4-5 Mos
Slow 30	500	50	50		2-3 Mos
Slow 30	100	-0-	-0-		6-12 Mos
Slow 30	100	-0-	-0-		6-12 Mos
Slow 60	500	500	500	N15	2-3 Mos
Slow 30-60+	20000	7500	5000		1 Mo
01/01 Ppt-Slow 120	5000	1000	1000		1 Mo

* Payment experiences reflect how bills are met in relation to the terms granted. In some instances payment beyond terms can be the result of disputes over merchandise, skipped invoices etc.

* Each experience shown represents a separate account reported by a supplier. Updated trade experiences replace those previously reported.

FINANCE
05/18/00

	Fiscal Consolidated	Fiscal Consolidated	Fiscal Consolidated
	Dec 31 1996	Dec 31 1998	Dec 31 1999
Curr Assets	165,817,000	172,938,000	235,913,000
Curr Liabs	56,925,000	64,954,000	146,807,000
Current Ratio	2.91	2.66	1.61
Working Capital	108,892,000	107,984,000	89,106,000
Other Assets	65,965,000	72,144,000	101,283,000
LT Liabs	11,884,000	13,299,000	16,869,000
Worth	162,973,000	183,730,000	173,520,000
Fiscal Consolidated statement dated DEC 31 1999:			
Cash	\$ 3,208,000	Accts Pay	\$ 102,905,000
Accts Rec	149,783,000	Bank Loans	34,000,000
Inventory	70,586,000	Dividends Payable	2,132,000
Tax Refund	6,294,000	Accruals	3,393,000
Deferred Income		Other Curr Liabs	4,377,000
Tax	648,000		
Other Curr Assets	5,394,000		

Curr Assets	235,913,000	Curr Liabs	146,807,000
Fixt & Equip	82,495,000	Note Payable	700,000
Container		Reserve	8,171,000
Inventory	5,098,000	L.T. Liab-Other	2,784,000
Goodwill	12,292,000	Def. Credits/Income	5,214,000
Other Assets	13,690,000	COMMON STOCK	2,152,000

ADDIT. PD.-IN CAP	4,269,000
ADJUSTMENTS	(1,595,000)
RETAINED EARNINGS	180,986,000

Total Assets	349,488,000	Total	349,488,000
--------------	-------------	-------	-------------

Prepared from statement(s) by Accountant: KPMG, LLP.

ACCOUNTANTS OPINION: A review of the accountant's opinion indicates the financial statements meet generally accepted accounting principles and that the audit contains no qualifications.

--0--

Item worth shown in summary section was computed after deduction of intangibles, goodwill \$12,292,000, totaling \$12,292,000.

On MAY 18 2000 Lloyd Tarrh, V Pres-Treas, referred to the above figures as still representative.

At Dec 31 1999 the combination of cash and receivables covers current liabilities and almost all liabilities. Tangible net worth exceeds liabilities by a comfortable margin.

PUBLIC FILINGS

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source:

* * * JUDGMENT(S) * * *

CASE NO.:	97M1 165062	STATUS:	Satisfied
JDGMT AWARD:	\$3,167	DATE STATUS ATTAINED:	07/09/1998
JDGMT TYPE:	Judgment	DATE ENTERED:	02/13/1998
AGAINST:	\$3,167-CHEMCENTRAL CORPORATION, CHICAGO, IL	LATEST INFO RECEIVED:	07/09/1998
IN FAVOR OF:	CON WAY CENTRAL EXPRESS		
WHERE FILED:	COOK COUNTY CIRCUIT COURT/1ST MUNICIPAL DIVISION, CHICAGO, IL		

If it is indicated that there are defendants other than the report subject, the lawsuit may be an action to clear title to property and does not necessarily imply a claim for money against the subject.

* * * SUIT(S) * * *

DOCKET NO.:	99CV124680	STATUS:	Pending
SUIT AMOUNT:	\$25,000	DATE STATUS ATTAINED:	12/02/1999
PLAINTIFF:	TIMOTHY & SUSAN BARGER	DATE FILED:	12/02/1999
DEFENDANT:	CHEMCENTRAL, CLEVELAND, OH and OTHERS	LATEST INFO RECEIVED:	01/04/2000
WHERE FILED:	LORAIN COUNTY COMMON PLEAS COURT, ELYRIA, OH		

* * * LIEN(S) * * *

A lienholder can file the same lien in more than one filing location. The appearance of multiple liens filed by the same lienholder against a debtor may be indicative of such an occurrence.

DOCKET NO.:	02D010012MI04821	STATUS:	Open
AMOUNT:	\$922	DATE STATUS ATTAINED:	12/27/2000
TYPE:	State Tax	DATE FILED:	12/27/2000
FILED BY:	STATE OF INDIANA	LATEST INFO RECEIVED:	01/17/2001
AGAINST:	CHEMCENTRAL CORPORATION, BEDFORD PARK, IL and OTHERS		
WHERE FILED:	ALLEN COUNTY CIRCUIT COURT,		

FORT WAYNE, IN

 DOCKET NO.: 02D010012MI04822
 AMOUNT: \$1,233 STATUS: Open
 TYPE: State Tax DATE STATUS ATTAINED: 12/27/2000
 FILED BY: STATE OF INDIANA DATE FILED: 12/27/2000
 AGAINST: CHEMCENTRAL CORPORATION, BEDFORD PARK, IL LATEST INFO RECEIVED: 01/17/2001
 and OTHERS
 WHERE FILED: ALLEN COUNTY CIRCUIT COURT,
 FORT WAYNE, IN

FILING NO.: 93125
 AMOUNT: \$1,267 STATUS: Released
 TYPE: State Tax DATE STATUS ATTAINED: 12/20/2000
 FILED BY: STATE OF MISSOURI DATE FILED: 11/09/2000
 AGAINST: CHEMCENTRAL CORP, BEDFORD PARK, IL LATEST INFO RECEIVED: 01/30/2001
 WHERE FILED: ST LOUIS COUNTY RECORDER OF
 DEEDS, SAINT LOUIS, MO

DOCKET NO.: 03259249
 AMOUNT: \$202 STATUS: Released
 TYPE: State Tax DATE STATUS ATTAINED: 10/12/1999
 FILED BY: STATE OF INDIANA DATE FILED: 04/23/1999
 AGAINST: CHEMCENTRAL CORPORATION LATEST INFO RECEIVED: 12/01/1999
 and OTHERS
 WHERE FILED: ALLEN COUNTY CIRCUIT COURT,
 FORT WAYNE, IN

DOCKET NO.: 03259249
 AMOUNT: \$205 STATUS: Open
 TYPE: State Tax DATE STATUS ATTAINED: 04/21/1999
 FILED BY: STATE OF INDIANA DATE FILED: 04/21/1999
 AGAINST: CHEMCENTRAL CORPORATION LATEST INFO RECEIVED: 06/22/1999
 WHERE FILED: MARION COUNTY CIRCUIT COURT,
 INDIANAPOLIS, IN

* * * UCC FILING(S) * * *

 COLLATERAL: Leased Assets - Leased Business machinery/equipment
 FILING NO: 2154315 DATE FILED: 08/11/1999
 TYPE: Original LATEST INFO RECEIVED: 09/02/1999
 SEC. PARTY: CANON FINANCIAL SERVICES, INC., FILED WITH: SECRETARY OF
 BURLINGTON, NJ STATE/UCC DIVISION,
 DEBTOR: CHEMCENTRAL CORPORATION, MN
 LAKEVILLE, MN

COLLATERAL: Leased Assets - Business machinery/equipment - Leased Business
 machinery/equipment
 FILING NO: 004020843 DATE FILED: 04/15/1999
 TYPE: Original LATEST INFO RECEIVED: 04/28/1999
 SEC. PARTY: CANON FINANCIAL SERVICES INC, FILED WITH: SECRETARY OF
 BURLINGTON, NJ STATE/UCC DIVISION,
 DEBTOR: CHEMCENTRAL CORP IL

COLLATERAL: Leased Assets - Business machinery/equipment - Leased Business
 machinery/equipment
 FILING NO: 99065694 DATE FILED: 04/02/1999
 TYPE: Original LATEST INFO RECEIVED: 05/03/1999
 SEC. PARTY: CANON FINANCIAL SERVICES, INC., FILED WITH: SECRETARY OF
 BURLINGTON, NJ STATE/UCC DIVISION,
 DEBTOR: CHEMCENTRAL CORPORATION, HOUSTON TX
 TX

COLLATERAL: Equipment including proceeds and products
 FILING NO: 0551715 DATE FILED: 12/11/2000
 TYPE: Original LATEST INFO RECEIVED: 01/25/2001
 SEC. PARTY: ADVANCE ACCEPTANCE CORPORATION, FILED WITH: UCC DIVISION, WV

HISTORY
08/03/00

D. W. COURTNEY, PRESIDENT-CEO+ WILLIAM D. MULLIKEN, VICE
PRESIDENT-SECRETARY+
R. J. GARNER, V PRES D. D. BEATTIE, V PRES-PLANT
ENVIRONMENTAL AFFAIRS+ OPERATIONS
LLOYD J TARRH, V PRES-TREAS- H D WENSTRUP, CHB
CONTROLLER
DIRECTOR(S): The officers identified by (+) and Tim Bettis, H. C.
Michaelsen, and Don W. Sampson.

Business started 1926 by W. J. Hough and H. G. Sampson. Present control succeeded 1947. 85% of the capital stock is owned by various individuals with no one individual owning more than 10%.

D. W. COURTNEY born 1937. 1957-59 served in the United States Army. 1964-present active here. Became vice president in 1987.

WILLIAM D. MULLIKEN born 1939, not active here. Graduated from Miami University of Ohio with a BS. Received a LLB from Harvard University, Cambridge, MA. Admitted to the bar in 1964. 1965-67 active with the law firm Herrick, Mc Neill, McElroy & Peregrine, Chicago, IL. Active here since Sep 1975. He acts as the company's legal counsel.

R. J. GARNER born 1954. Graduated from the University of Michigan, Ann Arbor, MI in 1976. 1976-78 employed by Strohs Brewery. 1978-80 employed by Environmental Dynamics. 1981-present active here.

D. D. BEATTIE born 1947. 1966-72 employed by Procter & Gamble, Cincinnati, OH. 1972-73 employed by Positrol Tool Company, Cincinnati, OH. 1973-present active here.

LLOYD K TARRH. 1998-present officer here, Prior active as corporate controller.

H D WENSTRUP. Antecedents are undetermined.

-----DIRECTORS-----

TIM BETTIS, not active here. He is self-employed under his own name. No intercompany relations.

WILLIAM R. HOUGH is the Director of Marketing and has been active here for over 20 years.

H. C. MICHAELSEN, not active here. He was formerly active with Mc Dermott, Will & Emery, Chicago, IL. He is currently retired.

M. K. HACAS, 1999-present director here, active as a regional vice president with Chemcentral, Houston, TX.

J.R. YANNEY, 1999-present director here, active as a regional vice president with Chemcentral.

DON W. SAMPSON, not active here. Employed by Merrill Lynch, Chicago, IL.

-----AFFILIATE-----

The Company owns a 30% interest in Prove-Quim S.A., Mexico City, Mexico, started 1983. Wholesales chemicals in Mexico. Intercompany relations: Merchandise transactions on monthly terms.

-----OPERATIONS-----

=====

OPERATION

08/03/00

Wholesales industrial chemical (100%).

Terms: Net 30 days. Has 20,000 account(s). Sells to industrial accounts. Territory : United States, Canada and Mexico. Nonseasonal.

EMPLOYEES: 1,030 which includes officer(s). 100 employed here.

FACILITIES: Owns 100,000 sq. ft. in one story brick building.

LOCATION: Industrial section on side street.

BRANCHES: This business has multiple branches, detailed branch/division information is available in Dun & Bradstreet's linkage or family tree products.

SUBSIDIARIES: As of Jun 14 1999, The Company reported one wholly

owned subsidiary, Chemcentral Canada, Toronto, Canada, formed in 1993.
Wholesales industrial chemical. Operates one joint venture, CCPQ,
Monterey, Mexico. Wholesales industrial chemicals.
03-20(3XE /001) 99999 002184184 H
BANK: 1) Bank of America Illinois, 231 S La Salle St, Chicago, IL
2) Wachovia Bank, Atlanta, GA

FULL DISPLAY COMPLETE

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.

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January 6, 2001 - GTO



Dun & Bradstreet

Company Reports

Business Information Report: Chemcentral Corp

The following is the report you requested. This report will remain on file for 5 days.

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.



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ATTN: Nancy Henry

RATING CHANGE

Our information indicates this business is no longer active at this location. If you have reason to believe this business is currently operating, please call our Customer Service Center at the phone number listed below to request an investigation.

DUNS: 84-049-6285
CHEMCENTRAL CORP
489 DEVON PARK DR
RADNOR PA 19087
TEL: 610 975-9970

DATE PRINTED
MAR 20 2001
CHEM,ALLD PRDTS,NEC
SIC NO.
51 69

RATING
NQ
FORMERLY
DS

SPECIAL EVENTS

03/25/99 On March 25, 1999 an inside source stated that this business no longer operates at the above captioned address. Extent of operations, if any, are undetermined.

* * * CUSTOMER SERVICE * * *

If you have questions about this report, please call our Customer Service Center at 1-800-234-3867 from anywhere within the U.S. If you are outside the U.S. contact your local D&B office.

*** Additional Decision Support Available ***

Additional D&B products, credit recommendations and specialized investigations are available to help you evaluate this company or its industry. Call Dun & Bradstreet's Solution Center at 1-800-362-3425 from anywhere within the U.S.

03-20 (6AO /713)

004162162

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January 6, 2001 - GTO



Dun & Bradstreet

Company Reports

Business Information Report: Chemcentral/Pittsburgh

The following is the report you requested. This report will remain on file for 5 days.

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.



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ATTN: Nancy Henry

RATING CHANGE

Our information indicates this business is no longer active at this location. If you have reason to believe this business is currently operating, please call our Customer Service Center at the phone number listed below to request an investigation.

DUNS: 01-393-6075
CHEMCENTRAL/PITTSBURGH (INC)
(SUBSIDIARY OF CHEMCENTRAL CORPORATION, CHICAGO, IL)

DATE PRINTED
MAR 20 2001
WHOL INDUSTRIAL
CHEMICALS
SIC NO.
51 69

RATING
NQ
FORMERLY
--
STARTED
1960

PO BOX 15597
PITTSBURGH PA 15244
CASTEEL DR (MONTOUR EXIT)
PITTSBURGH PA 15244
TEL: NONE

SPECIAL EVENTS

01/15/92 William L Reagles, sec-treas, stated this concern has merged into the parent company. The Pittsburgh office is now operating as a branch location.

* * * CUSTOMER SERVICE * * *

If you have questions about this report, please call our Customer Service Center at 1-800-234-3867 from anywhere within the U.S. If you are outside the U.S. contact your local D&B office.

*** Additional Decision Support Available ***

Additional D&B products, credit recommendations and specialized investigations are available to help you evaluate this company or its industry. Call Dun & Bradstreet's Solution Center at 1-800-362-3425 from anywhere within the U.S.

PUBLIC FILINGS

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the official source.

 * * * JUDGMENT(S) * * *

JUDGMENT NO.: C-89-14115
 JDGMT AWARD: \$87,825 STATUS: Unsatisfied
 JDGMT TYPE: Judgment DATE STATUS ATTAINED: 08/16/1989
 AGAINST: CHEMCENTRAL/PITTSBURGH (INC) DATE ENTERED: 08/16/1989
 IN FAVOR OF: COMMONWEALTH OF PA LATEST INFO COLLECTED: 01/28/1993
 WHERE FILED: ALLEGHENY COUNTY PROTHONOTARY,
 PITTSBURGH, PA

The public record items contained in this report may have been paid, terminated, vacated or released prior to the date this report was printed.

03-20(451 /451) 00000 006929095 012 016

FULL DISPLAY COMPLETE

Monitor your accounts to learn about changes that can affect your business relationships. Click on Continuous Monitoring to register this company, or to learn more.

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January 6, 2001 - GTO

APPLICANT'S ACCT NO.

DSCB:BCL—204 (Rev. 8-72)

Filing Fee: \$75
AIB-7

Articles of
Incorporation—
Domestic Business Corporation

79:38 1226

(Line for numbering)

661243

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

Filed this 16th day of July, 1979

Commonwealth of Pennsylvania
Department of State

Ethel S. Allen, D.O.

Secretary of the Commonwealth slg

(Box for Certification)

In compliance with the requirements of section 204 of the Business Corporation Law, act of May 5, 1933 (P. L. 364) (15 P. S. §1204) the undersigned, desiring to be incorporated as a business corporation, hereby certifies (certify) that:

1. The name of the corporation is:

CHEMCENTRAL CORP.

2. The location and post office address of the initial registered office of the corporation in this Commonwealth is:

225 South 15th Street

(NUMBER)

(STREET)

Philadelphia

(CITY)

Pennsylvania

19102

(ZIP CODE)

3. The corporation is incorporated under the Business Corporation Law of the Commonwealth of Pennsylvania for the following purpose or purposes:

**To manufacture, sell (at wholesale and retail)
and distribute industrial solvents and chemicals.**

4. The term for which the corporation is to exist is: **perpetual**

5. The aggregate number of shares which the corporation shall have authority to issue is:

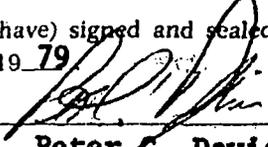
**One thousand (1,000) shares, with a par value of one dollar
(\$1.00) per share.**

79:38 1227

6. The name(s) and post office address(es) of each incorporator(s) and the number and class of shares subscribed by such incorporator(s) is (are):

NAME	ADDRESS <small>(Including street and number, if any)</small>	NUMBER AND CLASS OF SHARES
Peter C. Davis	70 Pine Street, New York, N.Y.	1

IN TESTIMONY WHEREOF, the incorporator(s) has (have) signed and sealed these Articles of Incorporation this 11th day of July, 19 79.

_____ (SEAL)  _____ (SEAL)
Peter C. Davis _____ (SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM:

- A. For general instructions relating to the incorporation of business corporations see 19 Pa. Code Ch. 35 (relating to business corporations generally). These instructions relate to such matters as corporate name, stated purposes, term of existence, authorized share structure and related authority of the board of directors, inclusion of names of first directors in the Articles of Incorporation, optional provisions on cumulative voting for election of directors, etc.
- B. One or more corporations or natural persons of full age may incorporate a business corporation.
- C. Optional provisions required or authorized by law may be added as Paragraphs 7, 8, 9 . . . etc.
- D. The following shall accompany this form:
 - (1) Three copies of Form DSCB:BCL—206 (Registry Statement Domestic or Foreign Business Corporation).
 - (2) Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name).
 - (3) Any necessary governmental approvals.
- E. BCL §205 (15 Pa. S. §1205) requires that the incorporators shall advertise their intention to file or the corporation shall advertise the filing of articles of incorporation. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

STATE
 RECEIVED
 15:6 AM 16 JUL 79

Commonwealth of Pennsylvania



Department of State

To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Business Corporation Law, approved the 5th day of May, Anno Domini one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of a business corporation organized under the terms of that law, and

Whereas, The stipulations and conditions of that law have been fully complied with by the persons desiring to incorporate as

CHEMCENTRAL CORP.

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, create, erect, and incorporate the incorporators of and the subscribers to the shares of the proposed corporation named above, their associates and successors, and also those who may thereafter become subscribers or holders of the shares of such corporation, into a body politic and corporate in deed and in law by the name chosen hereinbefore specified, which shall exist perpetually and shall be invested with and have and enjoy all the powers, privileges, and franchises incident to a business corporation and be subject to all the duties, requirements, and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 16th day of July in the year of our Lord one thousand nine hundred and seventy-nine, and of the Commonwealth the two hundred and fourth.

Ethel A. Alley, D.O.

Secretary of the Commonwealth
slg

APPLICANT'S ACCT NO.

80-03 1740

DSCB: BCL-808 (Rev. 8-72)

(Line for numbering)

Filing Fee: \$40
AD-2

700179

Articles of
Amendment—
Domestic Business Corporation

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

Filed this 2nd day of January, 1980

Commonwealth of Pennsylvania
Department of State

William R. Davis

ACTING
Secretary of the Commonwealth

as (Box for Certification)

In compliance with the requirements of section 806 of the Business Corporation Law, act of May 5, 1933 (P. L. 364) (15 P. S. §1806), the undersigned corporation, desiring to amend its Articles, does hereby certify that:

1. The name of the corporation is:

CHEMICAL CORP.

2. The location of its registered office in this Commonwealth is (the Department of State is hereby authorized to correct the following statement to conform to the records of the Department):

c/o United States Corporation Company
225 S. 15th St.

(NUMBER)

(STREET)

Philadelphia

(CITY)

Pennsylvania 19102

(ZIP CODE)

3. The statute by or under which it was incorporated is:

Business Corporation Law

4. The date of its incorporation is: July 16, 1979

5. (Check, and if appropriate, complete one of the following):

The meeting of the shareholders of the corporation at which the amendment was adopted was held at the time and place and pursuant to the kind and period of notice herein stated.

Time: The _____ day of _____, 19____.

Place: _____

Kind and period of notice _____

The amendment was adopted by a consent in writing, setting forth the action so taken, signed by all of the shareholders entitled to vote thereon and filed with the Secretary of the corporation.

6. At the time of the action of shareholders:

(a) The total number of shares outstanding was:

1

(b) The number of shares entitled to vote was:

1

DSCB:BCL-206 (Rev. 8-72)-2

7. In the action taken by the shareholders:

(a) The number of shares voted in favor of the amendment was:

1

(b) The number of shares voted against the amendment was:

None

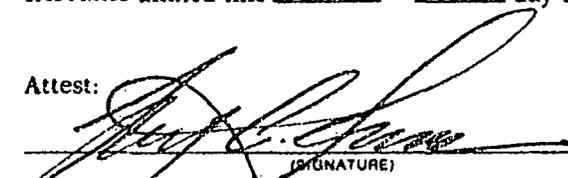
8. The amendment adopted by the shareholders, set forth in full, is as follows:

Article 1 of the Articles of Incorporation is amended to read as follows:

"1. The name of the corporation is ALLEGHENY SOLVENTS & CHEMICALS COMPANY."

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer and its corporate seal, duly attested by another such officer, to be hereunto affixed this 14th day of December, 1989.

Attest:



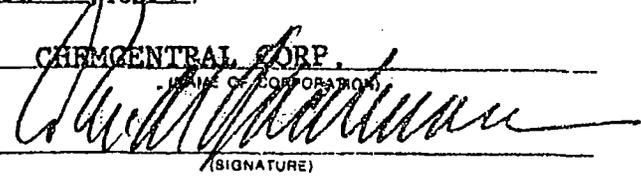
(SIGNATURE)

Leif Tonnessen

(TITLE: SECRETARY, ASSISTANT SECRETARY, ETC.)

CHEM CENTRAL CORP.

(NAME OF CORPORATION)



(SIGNATURE)

David H. Jackman

(TITLE: PRESIDENT, VICE-PRESIDENT, ETC.)

(CORPORATE SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM

- A. Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name) shall accompany Articles of Amendment effecting a change of name.
- B. Any necessary governmental approvals shall accompany this form.
- C. Where action is taken by partial written consent pursuant to the Articles, the second alternate of Paragraph 5 should be modified accordingly.
- D. If the shares of any class were entitled to vote as a class, the number of shares of each class so entitled and the number of shares of all other classes entitled to vote should be set forth in Paragraph 6(b).
- E. If the shares of any class were entitled to vote as a class, the number of shares of such class and the number of shares of all other classes voted for and against such amendment respectively should be set forth in Paragraphs 7(a) and 7(b).
- F. BCL §807 (15 P. S. §1807) requires that the corporation shall advertise its intention to file or the filing of Articles of Amendment. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

Commonwealth of Pennsylvania



Department of State

To All to Whom These Presents Shall Come, Greeting:

Whereas, In and by Article VIII of the Business Corporation Law, approved the fifth day of May, Anno Domini one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF AMENDMENT

evidencing the amendment of the Articles of Incorporation of a business corporation organized under or subject to the provisions of that Law, and

Whereas, The stipulations and conditions of that Law pertaining to the amendment of Articles of Incorporation have been fully complied with by

CHEMCENTRAL CORP.
name changed to
ALLEGHENY SOLVENTS & CHEMICALS COMPANY

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, extend the rights and powers of the corporation named above, in accordance with the terms and provisions of the Articles of Amendment presented by it to the Department of State, with full power and authority to use and enjoy such rights and powers, subject to all the provisions and restrictions of the Business Corporation Law and all other applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 2nd day of January in the year of our Lord one thousand nine hundred and eighty and of the Commonwealth the two hundred and fourth

William R. Davis

ACTING Secretary of the Commonwealth

as

9-100-257

Filed in the Department of
State on DEC 27 1991

Brenda K. Blakely
ACTING Secretary of the Commonwealth

Articles of Merger

of

CHEMCENTRAL Corporation, a Pennsylvania Corporation, and
Allegheny Solvents & Chemicals Company,
a Pennsylvania Corporation
(together, the "Pennsylvania Subsidiary Corporations")

into

CHEMCENTRAL Corporation, an Illinois corporation

To the Department of State
State of Pennsylvania

Pursuant to Section 1924(b)(ii) of the Pennsylvania Business Corporation Law and the applicable laws of the other states of incorporation of the corporations party to the merger herein referred to, CHEMCENTRAL Corporation, an Illinois corporation and the surviving parent corporation in the merger, does hereby adopt the following articles of merger:

1. The name of the surviving corporation, is CHEMCENTRAL Corporation, an Illinois corporation. The principal office of the surviving corporation is 7050 West 71st Street, Bedford Park, Illinois 60499-0730.

2. The names of the Pennsylvania Subsidiary Corporations to be merged into CHEMCENTRAL Corporation, an Illinois corporation, are CHEMCENTRAL Corporation, a Pennsylvania corporation, and Allegheny Solvents & Chemicals Company, a Pennsylvania corporation. The registered office of each of the Pennsylvania Subsidiary Corporations is United States Corporation Company, 225 South 15th Street, Philadelphia, Pennsylvania 19102.

3. The Agreement and Plan of Merger for merging the Pennsylvania Subsidiary Corporations and certain other subsidiary corporations not incorporated in Pennsylvania (collectively, the "Subsidiary Corporations") into CHEMCENTRAL Corporation, an Illinois corporation, was approved by resolution of the Board of Directors of CHEMCENTRAL Corporation, an Illinois corporation, and is attached hereto.

4. CHEMCENTRAL Corporation, an Illinois corporation, owns all of the issued and outstanding capital stock of each Pennsylvania Subsidiary Corporation and each other subsidiary Corporation.

5. The Agreement and Plan of Merger for the merger of the Subsidiary Corporations into CHEMCENTRAL Corporation, an Illinois corporation, was adopted in compliance with the applicable laws of the jurisdiction of incorporation of each party to the merger.

7. The merger herein provided for shall become effective in the State of Pennsylvania at the close of business on December 31, 1991.

Executed on December 12, 1991.

CHEMCENTRAL Corporation, an
Illinois corporation

By: Robert J. Garner
Robert J. Garner
Its Vice President

By: William D. Mulliken
William D. Mulliken
Its Secretary

4413r

9201-251

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER provides for the merger into CHEMCENTRAL Corporation, an Illinois corporation ("CHEMCENTRAL"), of each of the corporations listed and described on Exhibit A hereto (individually "Subsidiary", and collectively "Subsidiaries"). CHEMCENTRAL and the Subsidiaries are sometimes referred to in this Agreement and Plan of Merger as the "Constituent Corporations".

PRELIMINARY STATEMENT

CHEMCENTRAL owns all the issued and outstanding shares of capital stock of each Subsidiary. The state of incorporation of each Subsidiary is set forth on Exhibit A.

The Board of Directors of CHEMCENTRAL desire that the Subsidiaries be merged with and into CHEMCENTRAL pursuant to the terms of this Agreement and Plan of Merger, with CHEMCENTRAL as the surviving corporation (the "Surviving Corporation").

The principal office of the surviving corporation is located at 7050 W. 71st Street, Chicago, Illinois 60638.

THE MERGER

1. Description of the Merger. As of the "Effective Time" (as hereinafter defined), the Subsidiaries shall merge with and into CHEMCENTRAL (the "Merger") and CHEMCENTRAL shall continue as the Surviving Corporation under the name "CHEMCENTRAL Corporation", subject to the Illinois Business Corporation Act of 1983 (the "Act"). The Merger shall be pursuant to and shall have the effect provided for in the Act and the applicable laws of the respective States of incorporation of the Subsidiaries. The Surviving Corporation consents to be sued and served with process in the state of Ohio and irrevocably appoints the Secretary of State of Ohio as its agent to accept service of process in any proceeding in Ohio to enforce against the Surviving Corporation any obligation of any Ohio Subsidiary or to enforce the rights of a dissenting shareholder of any Ohio Subsidiary.

2. Articles of Incorporation. The Articles of Incorporation of CHEMCENTRAL, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Corporation on and after the Effective Time until they are amended or repealed in accordance with the Act and the Articles of Incorporation of the Surviving Corporation.

3. By-Laws. The By-laws of CHEMCENTRAL, as in effect immediately prior to the Effective Time, shall be the By-laws of the Surviving Corporation on and after the Effective Time until they are amended or repealed in accordance with the Act, the Articles of Incorporation and By-laws of the Surviving Corporation.

4. Directors and Officers. The persons who are directors and officers of CHEMCENTRAL immediately prior to the Effective Time shall be the directors and officers of the Surviving Corporation in their same positions and shall hold office in accordance with the Act, the Articles of Incorporation and By-laws of the Surviving Corporation.

5. Shares. As of the Effective Time, pursuant to this Agreement and Plan of Merger and without any action on the part of the holder thereof:

(i) each share of capital stock of each Subsidiary issued and outstanding immediately prior to the Effective Time shall be cancelled and retired; and

(ii) each share of capital stock of CHEMCENTRAL issued and outstanding immediately prior to the Effective Time shall remain an identical issued and outstanding share of capital stock of the Surviving Corporation.

6. Actions to Effect Merger. If this Agreement and Plan of Merger is not terminated or abandoned, then the following actions shall be taken to effect the Merger:

(i) Articles of Merger shall be executed, acknowledged and filed in accordance with the Act;

(ii) appropriate certificates or articles of ownership and/or merger or other documents or instruments shall be executed, acknowledged and filed in accordance with the applicable laws of the respective States incorporation of each of the Subsidiaries; and

(iii) the Constituent Corporations shall do all other acts and things as shall be necessary or desirable to effect the Merger.

7. Effective Time. The Merger shall become effective at the close of business on December 31, 1991 (the "Effective Time").

8. Expenses. The Surviving Corporation shall pay all expenses incurred in connection with this Agreement and Plan of Merger.

9. Ohio Qualification. The Surviving Corporation, CHEMCENTRAL Corporation, an Illinois corporation, intends to transact business in Ohio upon the effectiveness of the Merger. The Surviving Corporation hereby designates the following named person as its statutory agent upon whom any process, notice or demand may be served:

The Prentice-Hall Corporation System, Inc.
380 South Fifth Street
Columbus, Ohio 43215-5436

Dated: December 12, 1991

CHEMCENTRAL/Cincinnati Corporation, an Ohio corporation

CHEMCENTRAL/Cleveland Corporation, an Ohio corporation

By: _____

By: _____

CHEMCENTRAL/Toledo Corporation, an Ohio corporation

Ohio Solvents and Chemicals Company, an Ohio corporation

By: _____

By: _____

Amsco Solvents & Chemicals Company, an Ohio corporation

Toledo Solvents & Chemicals Company, an Ohio corporation

By: _____

By: _____

CHEMCENTRAL CORPORATION,
an Illinois corporation

By: _____

4003F

EXHIBIT A

SUBSIDIARY CORPORATIONS

<u>Corporation</u>	<u>State of Incorporation</u>	<u>Date of Incorporation</u>	<u>Capital Stock Designation</u>	<u>Outstanding Shares</u>
CHEMCENTRAL CORPORATION	WI	04/15/31	Common	1,250
CHEMCENTRAL CORPOPATION	MN	08/06/84	Common	100
CHEMCENTRAL CORPORATION	PA	10/13/60	Common	2,000
CHEMCENTRAL/GRAND RAPIDS CORPORATION	MI	05/05/31	Common	250
CHEMCENTRAL CORPORATION	OK	12/31/79	Common	600
CHEMCENTRAL CORPORATION	NY	02/05/46	Common	1,000
CHEMCENTRAL/CLEVELAND CORPORATION	OH	08/29/33	Common	1,500
CHEMCENTRAL CORPORATION	MO	01/02/80	Common	1,500
CHEMCENTRAL CORPORATION	TX	01/04/46	Common	1,500
CHEMCENTRAL CORPORATION	LA	11/16/45	Common	2,000
CHEMCENTRAL/DETROIT CORPORATION	MI	01/28/35	Common	10,000
CHEMCENTRAL CORPORATION	KY	08/17/54	Common	1,000
CHEMCENTRAL CORPORATION	IN	01/22/45	Common	500
CHEMCENTRAL/TOLEDO CORPORATION	OH	07/25/55	Common	300
CHEMCENTRAL CORPORATION	GA	02/28/55	Common	6,000
CHEMCENTRAL/CINCINNATI CORPORATION	OH	07/25/55	Common	800
CHEMCENTRAL CORPORATION	FL	06/29/46	Common	159
CHEMCENTRAL CORPORATION	CA	02/16/59	Common	10,000
ALLEGHENY SOLVENTS & CHEMICALS COMPANY	PA	07/16/79	Common	1,000
AMSCO SOLVENTS & CHEMICALS COMPANY	OH	01/02/80	Common	1,000
ATLANTIC CHEMICALS, INC.	FL	06/27/79	Common	1,000
ATLANTA SOLVENTS & CHEMICALS COMPANY	GA	07/25/79	Common	1,000
BUFFALO SOLVENTS & CHEMICALS CORPORATION	NY	07/16/79	Common	1,000
CENTRAL SOLVENTS & CHEMICALS CO.	CA	07/19/79	Common	1,000
CENTRAL SOLVENTS & CHEMICALS COMPANY	IL	07/16/79	Common	1,000
DIXIE SOLVENTS & CHEMICALS COMPANY	KY	07/23/79	Common	1,000
HOOSIER SOLVENTS & CHEMICALS CORPORATION	IN	07/16/79	Common	1,000

EXHIBIT A (cont.)

SUBSIDIARY CORPORATIONS

<u>Corporation</u>	<u>State of Incorporation</u>	<u>Date of Incorporation</u>	<u>Capital Stock Designation</u>	<u>Outstanding Shares</u>
MISSOURI SOLVENTS & CHEMICALS COMPANY	MO	07/23/79	Common	1,000
OHIO SOLVENTS AND CHEMICALS COMPANY	OH	07/19/79	Common	1,000
OKLAHOMA SOLVENTS & CHEMICALS COMPANY	OK	12/31/79	Common	1,000
TEXAS SOLVENTS & CHEMICALS COMPANY	TX	07/19/79	Common	1,000
TOLEDO SOLVENTS & CHEMICALS COMPANY	OH	01/02/80	Common	1,000
WESTERN EATON SOLVENTS & CHEMICALS COMPANY	MI	07/24/79	Common	1,000
WISCONSIN SOLVENTS & CHEMICAL CORPORATION	WI	07/17/79	Common	1,000
WOLVERINE SOLVENTS & CHEMICALS COMPANY	MI	01/02/80	Common	1,000
SOUTHERN SOLVENTS AND CHEMICAL CORPORATION	LA	07/17/79	Common	1,000

Sonnenschein
SONNENSCHN NATH & ROSENTHAL

8000 Sears Tower Chicago
233 South Wacker Drive Kansas City
Chicago, IL 60606 Los Angeles

312.876.8000 New York

San Francisco

St. Louis

Washington, D.C.

Ms. Dena Sheppard-Johnson, SR-6J
Enforcement Specialist
U.S. Environmental Protection Agency
Remedial Enforcement Support Section
77 West Jackson Boulevard
Chicago, IL 60604

FROM Erika Powers DATE April 16, 2001

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